

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ableco Finance LLC		06/22/2005	LTD LIAB JT ST CO: DELAWARE
RECEIVING PARTY DATA			
Name:	Solutia Inc.		
Street Address:	575 Maryville Centre Drive		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63141		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Registration Number:	1582110	EMULSI-PHOS	
Registration Number:	2064120	LEVERAGE	
Registration Number:	2055421	SNOW FRESH	
Registration Number:	1685890	SNOW FRESH	
Registration Number:	0934272	LEVN-LITE	
Registration Number:	0837738	PHOS-CHEK	
Registration Number:	0775596	IP-61	
Registration Number:	0770082	LUSTRE-PHOS	
Registration Number:	0775916	PAN-O-LITE	
Registration Number:	0767942	STABIL-9	
Registration Number:	0728737	NFB	
Registration Number:	0680125	NUTRIFOS	
Registration Number:	0503712	OILFOS	

CH \$390.00 1582110

Registration Number:	0395321	PY-RAN
Registration Number:	0046851	H. T.

CORRESPONDENCE DATA

Fax Number: (303)313-2827

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 3032985901

Email: ptodenver@gibsondunn.com

Correspondent Name: Peter F. Weinberg

Address Line 1: 1801 California St., Suite 4200

Address Line 4: Denver, COLORADO 80202

NAME OF SUBMITTER:

Peter F. Weinberg

Signature:

/pfw/

Date:

07/07/2005

Total Attachments: 5

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**TERMINATION AND RELEASE OF JUNIOR
SECURITY INTEREST IN TRADEMARKS**

This Termination and Release of Junior Security Interest in Trademarks is granted on this 22nd day of June 2005, by Ableco Finance LLC, a Delaware limited liability company with offices at 299 Park Avenue, 23rd Floor, New York, NY 10171, as collateral agent (in such capacity, the "Collateral Agent") under the Junior Intercreditor Agreement (as defined below), in favor of Solutia Inc. ("Solutia"), a Delaware Corporation with offices at 575 Maryville Centre Drive, St. Louis, Missouri 63141, as follows:

W I T N E S S E T H

WHEREAS, Solutia has entered into the Amended, Restated and Novated Junior Intercreditor Agreement dated as of October 8, 2003 (the "Junior Intercreditor Agreement") among the Collateral Agent, Solutia, Solutia Business Enterprises, Inc. each of the subsidiaries of Solutia on the signature pages thereto and HSBC Bank USA, as trustee under the 2009 Notes Indenture (as defined in the Junior Intercreditor Agreement) (in such capacity, together with its successors in such capacity, the "Trustee").

WHEREAS, in connection with the Junior Intercreditor Agreement, Solutia has entered into an Amended, Restated and Novated Junior Security Agreement, dated October 8, 2003 (the "Junior Security Agreement"), in favor of the Collateral Agent;

WHEREAS, pursuant to the Junior Security Agreement, Solutia has pledged, conveyed, sold, assigned, transferred and set over unto the Collateral Agent and granted to the Collateral Agent for the benefit of the Trustee a continuing junior security interest in the Collateral (as defined in the Junior Security Agreement), including the trademarks set forth on Exhibit A hereto (the "Astaris Trademarks"), to secure the prompt payment, performance and observance

of the Junior Secured Obligations (as defined in the Junior Security Agreement) (the "Junior Security Interest"), subject to certain senior liens on the Collateral;

WHEREAS, the Collateral Agent recorded the Junior Security Interest with the U.S. Trademark and Trademark Office (the "USPTO") on or after November 25, 2003 at Reel/Frame: 2865/0880, *et seq.*;


WHEREAS, at the time that the Junior Security Agreement was entered into, Solutia did not own the Astaris Trademarks nor has it owned any of the Astaris Trademarks since the execution of the Junior Security Agreement through the date hereof; and

WHEREAS, the Collateral Agent has agreed to release all right, title and interest of the Collateral Agent in and to the Astaris Trademarks that was purportedly and inadvertently granted pursuant to the Junior Security Agreement (and any related short-form junior security agreement) and to terminate any Junior Security Interest that may exist with respect to the Astaris Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, at Solutia's sole cost and expense, the Collateral Agent hereby, without recourse, representation or warranty, releases, terminates and extinguishes any and all of its right, title and interest in and to any and all liens and security interests it may have upon the Astaris Trademarks pursuant to the Junior Security Agreement (and any related short-form junior security agreement). This Release shall be binding upon the Collateral Agent's legal representatives, assigns and successors. For the avoidance of doubt, nothing in this Release shall be deemed a representation or warranty with respect to the Collateral, Solutia's or the Collateral Agent's right, title or interest therein or thereto.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

ABLECO FINANCE LLC, in its capacity as
Collateral Agent

By: 
Name: Alexander J. Ornstein
Title: Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 22nd day of June 2005, before me personally appeared Alexander J. Ornstein, to me known who, being by me duly sworn, did depose and say that s/he is the Vice President of ABLECO FINANCE LLC described herein and which executed the foregoing instrument and that s/he signed his/her name thereto pursuant to the authority granted by ABLECO FINANCE LLC.

Regina E. Cianci

Notary Public

REGINA E. CIANCI
Notary Public, State of New York
No. 60-4676879
Qualified in Westchester County
Commission Expires Nov. 30, 2006

EXHIBIT A**ASTARIS TRADEMARKS**

Trademark	App. No./ (Filing Date)	Reg. No./ (Issuance Date)
EMULSI-PHOS	73/802019 (5/22/1989)	1582110 (2/13/1990)
LEVERAGE and Design	75/047960 (1/17/1996)	2064120 (5/20/1997)
SNOW FRESH	75/121445 (6/14/1996)	2055421 (4/22/1997)
SNOW FRESH and Design-	74/143452 (3/1/1991)	1685890 (5/12/1992)
LEVN-LITE	72/351817 (2/19/1970)	934272 (5/16/1972)
PHOS-CHEK	72/252876 (8/22/1966)	837738 (10/31/1967)
IP-61	72/176220 (9/3/1963)	775596 (8/25/1964)
LUSTRE-PHOS	72/173376 (7/19/1963)	770082 (5/19/1964)
PAN-O-LITE	72/171366 (6/19/1963)	775916 (8/25/1964)
STABIL-9	72/167298 (4/22/1963)	767942 (4/7/1964)
NFB	72/103947 (9/6/1960)	728737 (3/20/1962)
NUTRIFOS	72/059047 (9/17/1958)	680125 (6/9/1959)
OILFOS	71/497954 (7/12/1947)	503712 (11/9/1948)
PY-RAN	71/450401 (1/22/1942)	395321 (5/19/1942)
H. T.	71/002354 (4/20/1905)	46851 (10/10/1905)

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